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Amended and Restated Articles of Incorporation
Of

BRYN MAWR NEIGHBORHOOD ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 317A of Minnesota Statutes, known as the Minnesota Non-Profit Corporation Act, do hereby associate ourselves together as a body corporate and adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation shall be BRYN MAWR NEIGHBORHOOD ASSOCIATION, INC.

ARTICLE II

The principal place of transacting the business of the Corporation shall be 1949 Ewing Ave South, in the City of Minneapolis, Hennepin County, Minnesota. 55416

ARTICLE III

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person, except that the Corporation shall be authorized or empowered to pay reasonable compensation for services rendered.

ARTICLE V

There shall be no personal liability of members of the Corporation for Corporation liabilities.

ARTICLE VI

The period of duration of the Corporation shall be perpetual.

ARTICLE VII

Membership of the Corporation shall be on the terms and conditions as set forth in the By-Laws of the Corporation.

ARTICLE VIII

The management and control of the property and affairs of the Corporation shall be vested in, and its transactions shall be conducted by, an Executive Board of Directors to be comprised of such a number of members with such qualifications and to be elected at such time and place as will be fixed in the By-Laws of the Corporation, but always in conformity with law.

ARTICLE IX

The names and post office addresses of the first members of the Executive Board of Directors of the Corporation are as follows:

<u>Names</u>	<u>Addresses</u>
Clarence Shallbetter	200 Penn Avenue South Minneapolis, MN 55405
Betty Bruce	2108 Laurel Avenue West Minneapolis, MN 55405
Donald Wheeler	1944 Cedar Lake Boulevard Minneapolis, MN 55416
Sharon Wagner	57 Queen Avenue South Minneapolis, MN 55405
Mary Anderson	1941 Ewing Avenue South Minneapolis, MN 55416
Mary Duffy	1952 Cedar Lake Boulevard Minneapolis, MN 55416
Nancy Carlson	1201 Lakeview Avenue South Minneapolis, MN 55416
Diane DeRuyter	1924 Laurel Avenue West Minneapolis, MN 55405
Marian Notaro	253 Sheridan Avenue South Minneapolis, MN 55405
Barbara Zipperman	40 Upton Avenue South Minneapolis, MN 55405

The term of office of each said member of the Executive Board of Directors will extend until the annual meeting of members of the Corporation in 1976, and until their successors will have been duly elected.

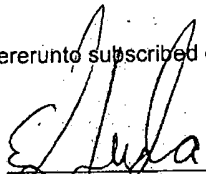
ARTICLE X

The Corporation is not organized for profit and there shall be no capital stock.


ARTICLE XI

Upon dissolution of the Corporation, the board of directors shall, after paying or making provision for payment of all of the liabilities of the Corporation, distribute the assets of the Corporation to such organization or organizations, as the board may determine, which are organized and operated exclusively for charitable, educational, or scientific purposes and which qualify as exempt organizations under Sections 501(c)(3) and 509(a)(1) or (2) of the Code. Any assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes..

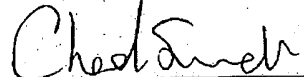
IN TESTIMONY WHEREOF, we have hererunto subscribed our names this ___ day of March, 2007.



 Ed Juda



 Ron Sterbenz



 Chad Smude

